



POWER OF ATTORNEY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Application of: Amin *et al.*

Confirmation Number: 3101

Serial No.: 09/839,991

Group Art Unit: 2815

Filed: April 20, 2001

Examiner: Jerome Jackson Jr.

For: QUANTUM BIT WITH A MULTI-
TERMINAL JUNCTION AND LOOP
WITH A PHASE SHIFT

Attorney Docket No.: 11090-034-999
(formerly, M-8915-1C US)

POWER OF ATTORNEY OR AUTHORIZATION OF AGENT

Commissioner for Patents
P.O. Box 1450
Alexandria, Virginia 22313-1450

Sir:

D-wave Systems, Inc. hereby revokes any and all previous powers and appoints:

Practitioners at Customer Number 20583 and Brett Alan Lovejoy, Reg. No. 42,813

as my/our attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

Please change the correspondence address for the above-identified application to:

The above mentioned Customer Number.

Practitioners at Customer Number 20583

Firm or Individual Name:

Address: Jones Day
222 East 41st Street
New York, New York 10017

Telephone: (212) 326-3939

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TECH CENTER 2800

Statement Under 37 C.F.R. 3.73(b)

D-Wave Systems Inc. states that it is:

the assignee of the entire right, title, and interest; or
 an assignee of less than the entire right, title and interest.
The extent (by, percentage) of its ownership interest is %

in the patent application/patent identified above by virtue of either:

An assignment from the inventor(s) of the patent application/patent identified above,
A copy of this assignment is attached.

OR

A chain of title from the inventor(s), of the patent application/patent identified above,

to the current assignee as shown below:

1. From: To:

The document was recorded in the United States Patent and Trademark Office on
at Reel _____, Frame _____, or for which a copy thereof is attached.

- Additional documents in the chain of title are listed on a supplemental sheet.
- Copies of assignments or other documents in the chain of title are attached.
[Note: A separate copy (i.e., the original assignment document or a true copy of the
original document) must be submitted to Assignment Division in accordance with 37
CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See
MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

ASSIGNEE: D-WAVE SYSTEMS, INC.

Date:

August 3RD/2004

Signature:

Typed Name:

Geordie Rose

Position/Title:

President and Chief Executive Officer

Note: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required.

Total of 1 forms are submitted.

ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, we

<u>Mohammad H.S. Amin</u>	of <u>Vancouver, Canada</u>
<u>Timothy Duty</u>	of <u>Vancouver, Canada</u>
<u>Alexandre Blais</u>	of <u>Sherbrooke, Canada</u>
<u>Alexander Omelyanchouk</u>	of <u>Kharkov, Ukraine</u>
<u>Geordie Rose</u>	of <u>Vancouver, Canada</u>
<u>Alexandre Zagorskin</u>	of <u>Vancouver, Canada</u>

hereby sell, assign and transfer to D-Wave Systems, Inc., Canadian corporation, having a place of business at 1985 West Broadway, Suite 320, Vancouver, British Columbia, V6J 4Y3, Canada, its successors and assigns, the entire right, title and interest throughout the world in our invention in:

Quantum Bit with a Multi-Terminal Junction and Loop with a Phase Shift

for which we have executed a United States patent application on or about the date of this assignment, and all patent applications and patents of every country for said invention, including divisions, reissues, continuations and extensions thereof, and all rights of priority resulting from the filing of said applications; we authorize the above-named assignee to apply for patents of foreign countries for said invention, and to claim all rights of priority without further authorization from us; we agree to execute all papers useful in connection with said United States and foreign applications, and generally to do everything possible to aid said assignee, their successors, assigns and nominees, at their request and expense, in obtaining and enforcing patents for said invention in all countries; and we request that the United States Patent and Trademark Office issue all patents granted for said invention to the above-named assignee, its successors and assigns.

Declared before me at the city
of Surrey, in the Province of Surrey
British Columbia, this 21 day of
August, 2001.

MOHAMMAD H.S. AMIN

A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.

WITNESS

ADDRESS: 2389 W. 10th AVE.
VANCOUVER, BC
V6K 2J2

Declared before me at the city
of Vancouver, in the Province of
British Columbia, this 21 day of
August, 2001.

TIMOTHY DUTY

A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.

Declared before me at the city
of Sternumsten, in the SWEDEN
of _____, this 1st day of
September 2001.



ALEXANDRE OMELYANCHOUK

Sarah Levine
WITNESS

PRINT NAME: SARAH LEVINE
ADDRESS: 2389 W. 15th AVE.
VANCOUVER BC
CANADA

Declared before me at the _____
of _____, in the _____ of
_____ this _____ day of _____,
2001.

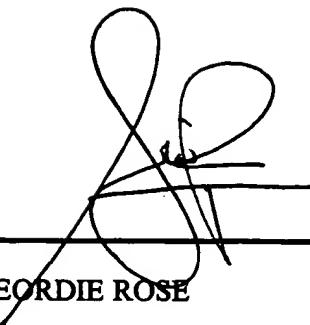
ALEXANDRE BLAIS

WITNESS

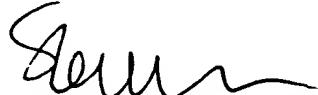
PRINT NAME:

ADDRESS:

Declared before me at the city
of Vancouver, in the Province of
British Columbia, this 10 day of
October, 2001.



GEORDIE ROSE


A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.

Declared before me at the city
of Vancouver, in the Province of
British Columbia, this 9 day of
October, 2001.



ALEXANDRE ZAGOSKIN


A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.

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Nov 13 2001

Attorney Docket No.: M8915 1C US

ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, we

<u>Mohammad H.S. Amin</u>	of <u>Vancouver, Canada</u>
<u>Timothy Duty</u>	of <u>Vancouver, Canada</u>
<u>Alexandre Blais</u>	of <u>Sherbrooke, Canada</u>
<u>Alexander Omelyanchouk</u>	of <u>Kharkov, Ukraine</u>
<u>Geordie Rose</u>	of <u>Vancouver, Canada</u>
<u>Alexandre Zagoskin</u>	of <u>Vancouver, Canada</u>

hereby sell, assign and transfer to D-Wave Systems, Inc., Canadian corporation, having a place of business at 1985 West Broadway, Suite 320, Vancouver, British Columbia, V6J 4Y3, Canada, its successors and assigns, the entire right, title and interest throughout the world in our invention in:

Quantum Bit with a Multi-Terminal Junction and Loop with a Phase Shift

for which we have executed a United States patent application on or about the date of this assignment, and all patent applications and patents of every country for said invention, including divisions, reissues, continuations and extensions thereof, and all rights of priority resulting from the filing of said applications; we authorize the above-named assignee to apply for patents of foreign countries for said invention, and to claim all rights of priority without further authorization from us; we agree to execute all papers useful in connection with said United States and foreign applications, and generally to do everything possible to aid said assignee, their successors, assigns and nominees, at their request and expense, in obtaining and enforcing patents for said invention in all countries; and we request that the United States Patent and Trademark Office issue all patents granted for said invention to the above-named assignee, its successors and assigns.

Declared before me at the city
of Surrey, in the Province of British Columbia, this 27 day of
September, 2001.

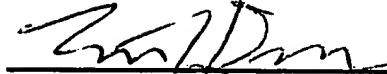

MOHAMMAD H.S. AMIN

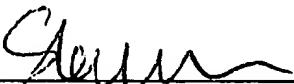

A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.

WITNESS

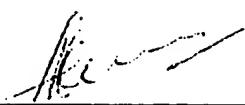
ADDRESS: 2389 W. 10th Ave.
VANCOUVER, BC
V6K 2J2

Declared before me at the city
of Vancouver, in the Province of
British Columbia, this 21 day of
August, 2001.


TIMOTHY DUTY


A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.

Declared before me at the city
of Stenungssten, in the SWEDEN
of , this 2nd day of
September 2001.

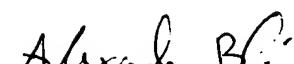


ALEXANDRE OMELYANCHOUK

Sarah Levine
WITNESS

PRINT NAME: SARAH LEVINE
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CANADA

Declared before me at the city
of Sherbrooke, in the Province of
Quebec this 6th day of November,
2001.

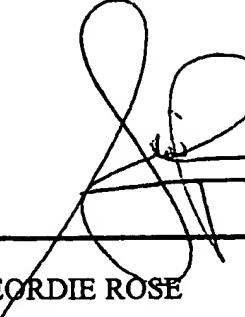


ALEXANDRE BLAIS

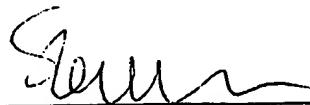
André-Marie Tremblay
WITNESS

PRINT NAME: André-Marie Tremblay
ADDRESS: 1179 Portland
Sherbrooke QC J1H 1J1

Declared before me at the city
of Vancouver, in the Province of
British Columbia, this 10 day of
October, 2001.



GEORDIE ROSE


A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.

Declared before me at the city
of Vancouver, in the Province of
British Columbia, this 9th day of
October, 2001.



ALEXANDRE ZAGOSKIN


A Notary Public in and for the Province of
British Columbia, or a Commissioner for
taking affidavits for British Columbia.